

Amendment No. 1 to HB0143

Coleman
Signature of Sponsor

AMEND Senate Bill No. 737

House Bill No. 143*

by deleting all language following the enacting clause and by substituting instead the following:

SECTION 1. Tennessee Code Annotated, Section 61-1-1001(f), is amended by deleting the subsection in its entirety and by substituting instead the following:

(f) A partnership becomes a registered limited liability partnership at the time of the filing of the application, or at such later time as is specified in the application, if there has been substantial compliance with the requirements of this chapter. Registration remains effective until:

(1) The secretary of state files a written withdrawal statement or other similar document:

(A) Executed and submitted by one (1) or more partners authorized to execute a withdrawal statement; which shall be accompanied by a fee of twenty dollars (\$20.00); and

(B) Accompanied by a certificate from the commissioner of revenue that the limited liability partnership has properly filed all reports and paid all taxes and penalties required by the revenue laws of this state; or

(2) Sixty (60) days after the secretary of state mails to the partnership at its last address of record a notice that the partnership has failed to make timely payment of the annual fee specified in subsection (e), unless the fee is paid within such a sixty-day period.

SECTION 2. Tennessee Code Annotated, Section 61-2-203, is amended by adding the following language as a new subsection (c) and by redesignating present subsection (c) as a new subsection (d):

(c) If the secretary of state finds that the certificate of cancellation is accompanied by a certificate from the commissioner of revenue that the limited partnership has properly filed all reports and paid all taxes and penalties required by the revenue laws of this state, then the secretary of state shall file the certificate of cancellation. The cancellation is effective upon filing of the certificate of cancellation by the secretary of state.

SECTION 3. Tennessee Code Annotated, Section 61-2-906, is amended by deleting subsection (b) in its entirety and by substituting instead the following:

(b) If the secretary of state finds that the certificate of cancellation of registration complies with the requirements of subsection (a), and if the certificate of cancellation of registration is accompanied by a certificate from the commissioner of revenue that the foreign limited partnership has properly filed all reports and paid all taxes and penalties required by the revenue laws of this state, the secretary of state shall file the certificate of cancellation of registration.

SECTION 4. Tennessee Code Annotated, Section 61-2-906, is amended by adding the following language as a new subsection (c):

(c) When the certificate of cancellation of registration has been filed in accordance with subsection (b), the cancellation of the certificate of registration of the foreign limited partnership is effective. After cancellation of the registration of the foreign limited partnership is effective, service of process on the secretary of state or the continued registered agent under this section is service on the foreign limited partnership. Upon receipt of process, the secretary of state shall mail a copy of the process to the foreign limited partnership at the mailing address set forth under subdivision (a)(5).

SECTION 5. This act shall take effect upon becoming a law, the public welfare requiring
it.